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8 Attorneys for Defendants

9 HSBC MORTGAGE CORPORATION (USA) and
HSBC BANK USA, N.A.

10 UNITED STATES DISTRICT COURT
11 NORTHERN DISTRICT OF CALIFORNIA
12 SAN FRANCISCO DIVISION

13 Philip Wong, Frederic Chaussy, and Leslie
Marie Shearn, individually, on behalf of all
14 others similarly situated, and on behalf of
the general public,

15 Plaintiffs,

16 v.

17 HSBC Mortgage Corporation (USA);
18 HSBC Bank USA, N.A.; and DOES 1
through 50, inclusive,

19 Defendant.
20

Case No. C 07 2446 MMC [ECF]

**DECLARATION OF GREGORY J.
THELIAN IN OPPOSITION TO
PLAINTIFFS' MOTION FOR CLASS
CERTIFICATION FED. R. CIV. P. 23**

Date: October 10, 2008
Time: 9:00 A.M.
Courtroom: 7 (19th Floor)
Judge: Hon. Maxine M. Chesney

21 I, Gregory J. Thelian, hereby declare and state:

22 1. I am over the age of 18, and I have personal knowledge of the facts listed
23 below. If called as a witness, I would testify to the following.

24 2. I work for HSBC Mortgage Corporation USA ("HMCU") as a Retail
25 Mortgage Lending Consultant, which is commonly referred to as a "loan officer." I have worked for
26 HMCU as a "loan officer" approximately the last three years.

27 3. As a loan officer, my average yearly income is 100,000. Currently, I
28

1 am paid on a draw and incentive commission basis. The terms of how my incentive commission is
 2 calculated are outlined in an HMCU incentive plan, which I sign and acknowledge my
 3 understanding of on an annual basis.

4 4. HMCU requires that customer application fees must be collected from
 5 customers. If the fees are not collected and the loan does not close, my incentive commission will be
 6 reduced by the amount of the application fee. If I choose not to collect an application fee, I can still
 7 submit the loan application, but if the loan does not close, I take the risk that this amount will reduce
 8 my incentive compensation. If I do this, it is my choice and I see this as the price of doing business.
 9 Despite this HMCU "requirement," there are situations where the fees can be waived on a "case by
 10 case basis" by a manager. To do this, I must go to my manager, David Peters, and to request special
 11 permission prior to submitting the loan application. It is up to that individual manager whether or
 12 not to approve this exception.

13 I declare under penalty of perjury under the laws of the State of New York and the
 14 United States of America that the foregoing declaration is true and correct to the best of my personal
 15 knowledge. Executed this 18 day of September 2008 in Centerville, New York.



GREGORY J. THELIAN